

July 14, 2017

BSE Ltd.  
Corporate Relationship Department,  
1st Floor, New Trading Ring,  
Rotunda Building, P J Towers,  
Dalal Street, Fort, Mumbai – 400 001  
# 022 - 2272 3121, 2037, 2041,  
3719, 2039, 2272 2061  
corp.relations@bseindia.com  
**Security Code No.: 539597**

National Stock Exchange of India Ltd.  
Exchange Plaza, 5th Floor,  
Plot no. C/1, G Block  
Bandra-Kurla Complex, Bandra(E),  
Mumbai-400051  
# 022 -2659 8237, 8238, 8347, 8348  
cmlist@nse.co.in

**Security Code No. : JSLHISAR**

**Sub: Compliance of Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sirs,

Pursuant to Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith Compliance Report on Corporate Governance for the quarter ended June 30, 2017.

We request you to note the same and acknowledge the receipt of this letter.

Thanking You.

Yours Faithfully,  
For Jindal Stainless (Hisar) Limited

  
(Bhartendu Harit)  
Company Secretary



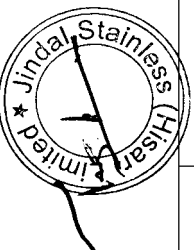
**COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

*[Pursuant to Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]*

**JINDAL STAINLESS (HISAR) LIMITED**

**June 30, 2017**

Name of the Listed Entity	JINDAL STAINLESS (HISAR) LIMITED								
Quarter Ending	June 30, 2017								
1.	Composition of Board of Directors								
Sr. No.	Title (Mr./ Ms.)	Name of the Director	PAN <sup>s</sup> & DIN	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee) &	Date of Appointment in the current term /cessation	Tenure *	No. of Directorship in listed entities including this listed entity	Number of membership in Audit/ Stakeholder Committee(s) including this listed entity	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
1	Mr.	Ratan Jindal	AASPJ0852D 00054026	Chairperson, Non Executive, Non Independent	02-11-2015	--	-- (Refer Regulation 25 (1) of Listing Regulations)	1 (Refer Regulation 26(1) of Listing Regulations)	-- (Refer regulation 26(1) of Listing Regulations)

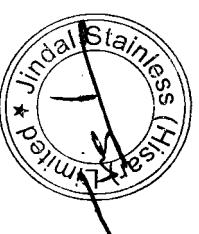


2	Mr.	Abhyuday Jindal	AIEPJ2431J 07290474	Vice- Chairman, Non Executive, Non Independent	02-11-2015	--	--	1	--
3	Mr.	Ashok Kumar Gupta	AACPG1951E 01722395	Executive Director	02-11-2015	--	--	2	--
4	Mr.	Kanwaljit Singh Thind	AAMP11998C 06969654	Independent Director	02-11-2015	20 months	2	3	0
5	Mr.	Girish Sharma	AASPS8031K 05112440	Independent Director	01-05-2016	14 months	2	4	1
6	Mrs.	Deepika Jindal	AAFPJ2847R 00015188	Non Executive, Non Independent	01-05-2016	--	--	0	0
7	Mr.	Arunendra Kumar	ACBPK6267E 06643537	Independent Director	16-05-2016	13 months	1	1	1
8	Mr.	Nirmal Chandra Mathur	AITPM4165B 00004527	Independent Director	05-08-2016	11 months	1	1	0

\$ PAN number of any director would not be displayed on the website of Stock Exchange.

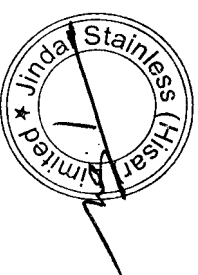
& Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen.

\* To be filed only for Independent Director. Tenure would mean total period from which Independent Director is serving on Board of Directors of the Listed Entity in continuity without any cooling off period.



II. Composition of Committees			
Sr. No.	Name of Committee	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)
1	Audit Committee	Mr. Girish Sharma Mr. Kanwaljit Singh Thind Mr. Ashok Kumar Gupta Mr. Arunendra Kumar	Chairperson, Independent, Non-Executive Member, Independent, Non-Executive Member, Non-Independent, Executive Member, Independent, Non-Executive
2	Nomination and Remuneration Committee	Mr. Kanwaljit Singh Thind Mr. Abhyuday Jindal Mr. N.C. Mathur	Chairperson, Independent, Non-Executive Member, Non-Independent, Non-Executive Member, Independent, Non-Executive
3	Stakeholders Relationship Committee	Mr. Arunendra Kumar Mr. Abhyuday Jindal Mr. Ashok Kumar Gupta	Chairperson, Independent, Non-Executive Member, Non-Executive, Non-Independent Member, Executive, Non-Independent
4	Risk Management Committee (if applicable)	Not applicable	Not applicable

III. Meeting of Board of Directors		
Date(s) of meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive meetings in number of days
February 08, 2017	May 15, 2017	95 days



IV. Meetings of Committees				
Name of Committee	Date(s) of meeting (if any) in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of Meeting (if any) in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee	May 15, 2017	Yes All members present	February 08, 2017	95 days
Nomination and Remuneration Committee	-	-	-	-
Stakeholders Relationship Committee	May 15, 2017	Yes All members present	February 08, 2017	-

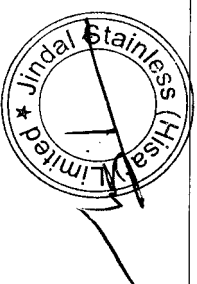
\*This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional.

#### V. Related Party Transactions

Subject	Compliance Status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Yes
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes
If status is "No" details of non-compliance: NA	

#### VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
  - a. Audit Committee
  - b. Nomination & remuneration committee
  - c. Stakeholders relationship committee



3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
5. The report submitted in the previous quarter has been placed before Board of Directors. This report will be placed in the ensuing Board Meeting. Any comments/observations/advice of Board of Directors may be mentioned here.

**For Jindal Stainless (Hisar) Limited**

  
(Bhartendu Harit)

Company Secretary

